



The Baroda *Rayon* Corporation Ltd.

CIN L45100GJ1958PLC000892

P O Fatehnagar, Udhna, Surat 394 220

Tel : 0261-2899555

Email : admin@brcl.in

Website : www.brcl.in

September 27, 2025

To
Department of Corporate Services
BSE Limited
P J Towers,
Dalal Street,
Mumbai - 400001.

Sub: Declaration of Voting Results of 65th Annual General Meeting of the company.
Ref: BSE Scrip Code - 500207

Dear Sir,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith the details of Voting Result of the business transacted at the 65th Annual General Meeting of the Company held on September 27, 2025.

We are also enclosing the Consolidated Scrutinizer's Report dated September 27, 2025 on remote e-voting and the physical ballot voting process carried out by the Company at the Annual General Meeting. The above are being uploaded on the Company's website.

Kindly take the same on your record and oblige.

Thanking you,

Yours faithfully,

For The Baroda Rayon Corporation Limited

Kunjai Desai
Company Secretary

Encl: As above



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Details of Voting Results of 65th Annual General Meeting of The Baroda Rayon Corporation Limited

Date of the Annual General Meeting:	27-09-25
Total number of Shareholders on record date:	78276
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	28
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Arranged
Public:	

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1:	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon.							
Resolution Required : (Ordinary/ Special)				Ordinary Resolution				
Whether promoters / promoter group are interested in the agenda / resolution:				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15471862	15397093	99.52	15397093	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	15471862	15397093	99.52	15397093	0	100.00	0.00
Public – Institutional holders	E-Voting	233309	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	233309	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	7206188	3329312	46.20	3329037	275	99.992	0.008
	Poll		2000	0.03	2000	0	100.00	0.00
	Total	7206188	3331312	46.23	3331037	275	99.992	0.008
Total		22911359	18728405	81.74	18728130	275	99.999	0.001

Resolution No. 2:	To appoint a Director in place of Mrs. Vidhya Bhavani (DIN: 07159576), who retires by rotation and being eligible, offers herself for re-appointment.							
Resolution Required : (Ordinary/ Special)				Ordinary Resolution				
Whether promoters / promoter group are interested in the agenda / resolution:				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15471862	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	15471862	0	0.00	0	0	0.00	0.00
Public – Institutional holders	E-Voting	233309	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	233309	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	7206188	3329312	46.20	3329037	275	99.992	0.008
	Poll		2000	0.03	2000	0	100.000	0.00
	Total	7206188	3331312	46.23	3331037	275	99.992	0.008
Total		22911359	3331312	14.54	3331037	275	99.992	0.008

Resolution No. 3:	Re-appointment of Mr. Damodarbhaj Patel (DIN: 00056513) as Managing Director							
Resolution Required : (Ordinary/ Special)				Special Resolution				
Whether promoters / promoter group are interested in the agenda/ resolution:				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15471862	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	15471862	0	0.00	0	0	0.00	0.00
Public – Institutional holders	E-Voting	233309	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	233309	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	7206188	3329312	46.20	3329037	275	99.992	0.008
	Poll		2000	0.03	2000	0	100.000	0.000
	Total	7206188	3331312	46.23	3331037	275	99.992	0.008
Total		22911359	3331312	14.54	3331037	275	99.992	0.008





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Resolution No. 4:		Re-appointment of Mr. Viral Bhavani (DIN: 02597320) as a Whole Time Director						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15471862	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	15471862	0	0.00	0	0	0	0.00
Public – Institutional holders	E-Voting	233309	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	233309	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	7206188	3329312	46.20	3329037	275	99.992	0.008
	Poll		2000	0.03	2000	0	100.000	0.000
	Total	7206188	3331312	46.23	3331037	275	99.992	0.008
Total		22911359	3331312	14.54	3331037	275	99.992	0.008

Resolution No. 5:		Appointment of Mr. Manish R. Patel, Practicing Company Secretary (COP No. 9360) (PRCN: 929/2020), Surat as Secretarial Auditor						
Resolution Required : (Ordinary/ Special)		Ordinary Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15471862	15397093	99.52	15397093	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	15471862	15397093	99.52	15397093	0	100.00	0.00
Public – Institutional holders	E-Voting	233309	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	233309	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	7206188	3329312	46.20	3329037	275	99.992	0.008
	Poll		2000	0.03	2000	0	100.000	0.000
	Total	7206188	3331312	46.23	3331037	275	99.992	0.008
Total		22911359	18728405	81.74	18728130	275	99.999	0.001

Resolution No. 6:		To make Investment(s), Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act, 2013.						
Resolution Required : (Ordinary/ Special)		Special Resolution						
Whether promoters / promoter group are interested in the agenda/ resolution:		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15471862	15397093	99.52	15397093	0	100.00	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	15471862	15397093	99.52	15397093	0	100.00	0.00
Public – Institutional holders	E-Voting	233309	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	233309	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	7206188	3329312	46.20	3328967	345	99.998	0.002
	Poll		2000	0.03	2000	0	100.000	0.000
	Total	7206188	3331312	46.23	3330967	345	99.998	0.002
Total		22911359	18728405	81.74	18728060	345	99.998	0.002

Yours faithfully,

For The Baroda Rayon Corporation Limited

Kunjai Desai
Company Secretary
ACS - 40809





Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time)

To,
The Chairperson of the
65th Annual General Meeting of
THE BARODA RAYON CORPORATION LIMITED
(CIN L45100GJ1958PLC000892)
P. O. Fatehnagar, Udhna,
Surat - 394220, Gujarat

65th Annual General Meeting of the Members of The Baroda Rayon Corporation Limited held on Saturday, 27th September, 2025 at 09.00 a.m. at Patidar Bhavan, Kadodara, Surat - 394327, Gujarat.

Dear Sir,

I, Manish R. Patel, Company Secretary in Practice at Surat appointed as "Scrutinizer" by the Board of Directors of THE BARODA RAYON CORPORATION LIMITED ("the Company") to scrutinize remote e-voting as well as the physical ballot voting process carried out by the Company on the below mentioned resolutions at the 65th Annual General Meeting (AGM) of the members of the Company held on Saturday, the 27th September, 2025 at 09:00 a.m. at Patidar Bhavan, Kadodara, Surat - 394327, Gujarat, submit my report as under:

1. The Management of the Company is responsible for the compliance of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for closing of the Poll by the Chairman of the Meeting, One (1) empty Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and MUFG Intime India Pvt. Ltd., Registrar and Transfer Agent of the Company and the authorizations/proxies were lodged with the Company.





4. The remote e-voting period remained open from 24th September, 2025 (9:00 a.m.) and ended on 26th September, 2025 at (5:00 p.m.) and was disabled for voting thereafter.
5. After the closure of remote e-voting period and before the start of AGM, the Members' details such as their names, folios, number of the shares held, who have cast votes through remote e-voting, were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in order to ensure that such members did not vote again through ballot paper at an AGM.
6. After counting the votes cast at the AGM, the votes casted through remote e-voting were unblocked in the presence of two witnesses, Ms. Krupa Gandhi and Ms. Shiksha Sharma, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Ms. Krupa Gandhi

Ms. Shiksha Sharma

7. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

Resolution No. 1:- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 together with the Report of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	74	18726130	99.99
Ballot Paper	2	2000	0.01
Total	76	18728130	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting #	4	275	0.00
Ballot Paper	0	0	0.00
Total #	4	275	0.00

#% is Negligible





(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	--	--
Total	--	--

Resolution No. 2:- To appoint a Director in the place of Mrs. Vidhya Bhavani (DIN-07159576), who retires by rotation and being eligible, offers herself for reappointment. (Ordinary Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	3329037	99.93
Ballot Paper	2	2000	0.06
Total	68	3331037	99.99

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	4	275	0.01
Ballot Paper	0	0	0.00
Total	4	275	0.01

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	--	--
Total	--	--





Resolution No. 3:- Re-appointment of Mr. Damodarbai Patel (DIN-00056513) as Managing Director. (Special Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	3329037	99.93
Ballot Paper	2	2000	0.06
Total	68	3331037	99.99

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	4	275	0.01
Ballot Paper	0	0	0.00
Total	4	275	0.01

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	--	--
Total	--	--

Resolution No. 4:- Reappointment of Mr. Viral Bhavani (DIN-02597320) as Whole Time Director. (Special Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	3329037	99.93
Ballot Paper	2	2000	0.06
Total	68	3331037	99.99





(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	4	275	0.01
Ballot Paper	0	0	0.00
Total	4	275	0.01

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	--	--
Total	--	--

Resolution No. 5:- Appointment of Mr. Manish R. Patel, Practicing Company Secretary (COP No. 9360) (PRCN: 929/2020), Surat as Secretarial Auditor of the company. (Ordinary Resolution)

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	74	18726130	99.99
Ballot Paper	2	2000	0.01
Total	76	18728130	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting #	4	275	0.00
Ballot Paper	0	0	0.00
Total #	4	275	0.00

#% is Negligible





(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	--	--
Total	--	--

**Resolution No. 6:- To make Investment(s), Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act, 2013.
(Special Resolution)**

(a) Voted **in favour** of the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting	71	18726060	99.99
Ballot Paper	2	2000	0.01
Total	73	18728060	100.00

(b) Voted **against** the Resolution:

Mode of Voting	Number of members voted	No. of Votes cast by them	% of total number of valid votes cast
Remote e-voting #	7	345	0.00
Ballot Paper	0	0	0.00
Total #	7	345	0.00

#% is Negligible

(c) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	--	--
Ballot Paper	--	--
Total	--	--

The relevant records relating to remote e-voting before the AGM and e-voting in the AGM shall remain in my safe custody until the Chairperson of the meeting considers, approves and sign the minutes of the aforesaid AGM, after which will be handed over to the Company Secretary for safe keeping.





Kindly take the same on your record.

Thanking You,

Yours' faithfully,



MANISH R. PATEL

Company Secretary in Practice
ACS No.: 19885, COP No.: 9360
PRCN: 929/2020
ICSI Unique Code: I2010GJ763400
ICSI UDIN: A0198850001369420

Place: Surat

Date: 27/09/2025

Countersigned by:

For THE BARODA RAYON CORPORATION LIMITED



Chairperson of the Meeting/
Authorised Person

Place: Surat

Date: 27/09/2025